

UNITED STATES BANKRUPTCY COURT

Southern District of New York

In re: Innkeepers USA Trust, et al., Jointly Administered

Case No. 10-13800

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(1), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Tannor Partners Credit Fund II, LP
Name of Transferee

G.P.H. INC
Name of Transferor

Name and Address where notices to transferee
should be sent:

Name and Address where notices to transferor
should be sent:

Tannor Partners Credit Fund II, LP
200 Business Park Drive, Suite 200
Armonk, New York 10504
Phone: (914) 514-8300

G.P.H. INC
154 PINE STREET
MONTCLAIR, NJ 07042
Phone: _____

Last Four Digits of Acct #: _____

Court Claim # (if known) _____
Amount of Claim: \$406.07
Date Claim Filed: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: /s/ Robert J. Tannor
Transferee/Transferee's Agent

Date: 4/29/2011

EVIDENCE OF TRANSFER

G.P.H. INC ("Assignor"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto Tannor Partners Credit Fund II, LP, 200 Business Park Drive, Suite 200, Armonk, New York, 10504, its successors and assigns ("Assignee"), all rights, title and interest in and to all claims of Assignor in the aggregate amount of \$406.07 as stated in the Proof of Claim and or Debtor's schedules and or cure claim schedules against Innkeepers USA Trust, et al., in the United States Bankruptcy Court, Southern District of New York ("the Court"), Case no. 10-13800 or any other court with jurisdiction.

Assignor hereby waives any notice or hearing requirements imposed by Rule 3001 of the Bankruptcy Rules, and stipulates that an order may be entered recognizing this Assignment of Claim as an unconditional assignment and the Assignee herein as the valid owner of the Claim. All references in this document to dollar amounts shall be deemed to be expressed in US Dollars, unless specifically noted otherwise and initialed by the Assignee.

IN WITNESS WHEREOF, dated the 29th day of April, 2011

By: _____

(Signature of Authorized Party)

GPH, Inc.

(Company Name)

Jack Gambino

(Print name of Authorized Party)

By: /s/ Robert J. Tannor

General Partner

Tannor Partners Credit Fund II, LP

914-514-8300

(Telephone Number)